

NOTICE OF RENUMBERING JUN 9 1986 -2 15 PM

INTERSTATE COMMERCE COMMISSION

RECITALS:

1. Greyhound Leasing & Financial Corporation, as Lessor, and Grand Trunk Western Railroad Company ("GTW") as successor to the Detroit, Toledo and Ironton Railroad Company, as Lessee, entered into a lease agreement ("Lease"), dated as of November 16, 1973, for the lease of various items of railroad rolling stock, which lease was recorded with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 (formerly §20 c), on November 19, 1973, and assigned recordation No. 7240. Said lease was subsequently supplemented on several occasions including a supplement dated as of August 1, 1975, and a schedule 4, dated as of August 5, 1975, both of which were recorded with the Interstate Commerce Commission on August 4, 1975, and assigned recordation Nos. 7240-C and 7240-D, respectively. Among the items leased pursuant to said supplement and schedule 4 were eight locomotives.

2. Said locomotives are eight GP 38-2 diesel electric locomotives, numbered 6221 through 6228, both inclusive.

3. Pursuant to said Lease, GTW may renumber said locomotives by obtaining permission of the Lessor (which permission has been obtained) and recording the new numbers in those offices where the original agreement was recorded.

NOW, THEREFORE, GTW serves notice that said locomotives will be renumbered as shown on Schedule A, attached hereto and made a part hereof, but the locomotives shall otherwise remain subject to all the terms and conditions of the above referenced agreement.

IN WITNESS WHEREOF, Grand Trunk Western Railroad Company has caused this Notice of Renumbering to be executed by its duly authorized officer and its corporate seal to be affixed hereto this 20th day of December, 1985.

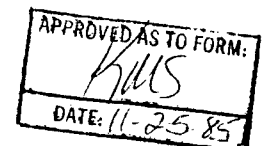
GRAND TRUNK WESTERN RAILROAD
COMPANY

(Corporate Seal)

By: 
Its: Vice President-Operations

ATTEST:


Its: Secretary



SCHEDULE A

OLD NUMBERS

DTI 6221 through 6228,
both inclusive


NEW NUMBERS

GT 6221 through 6228,
both inclusive

STATE OF MICHIGAN)
) ss.
COUNTY OF WAYNE)

On this 20th day of December, 1985, before me personally appeared D. L. Wilson, to me personally known, who being by me duly sworn, says that he is the Vice President-Operations of GRAND TRUNK WESTERN RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)


J. Isabelle Matusko, Notary Public,
Oakland County, Michigan, acting
in Wayne County, Michigan
My Commission expires: 2/17/87

4330-110585-WD10